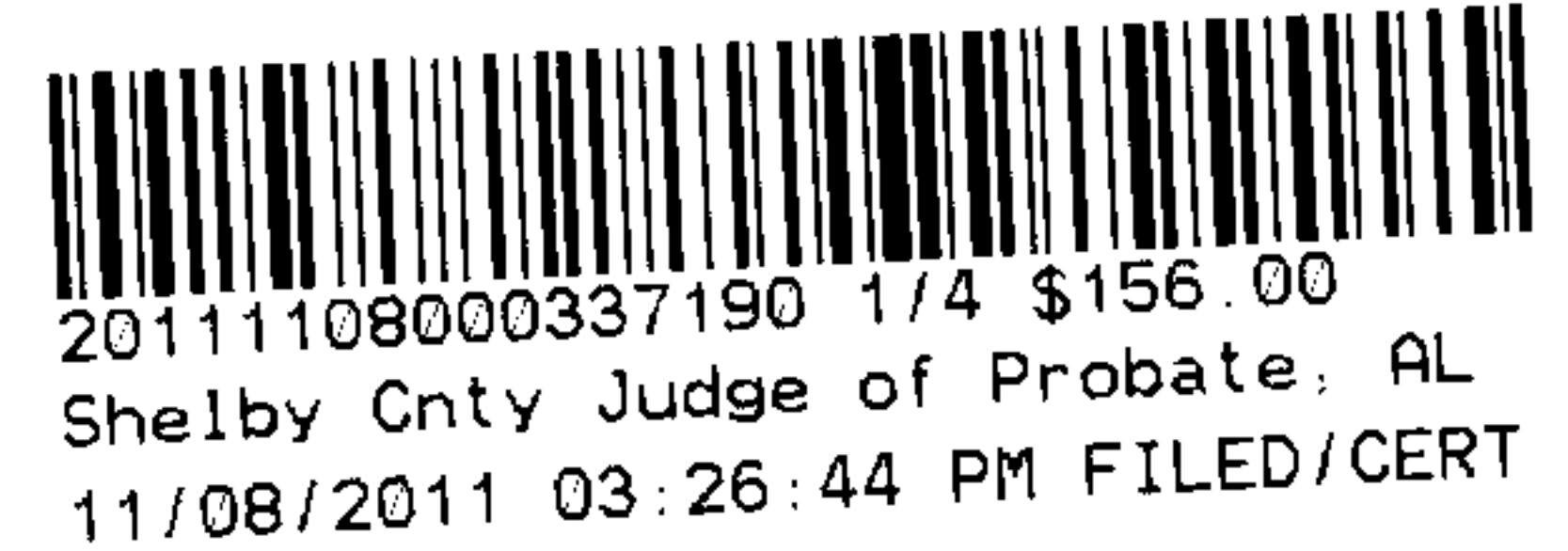


**ARTICLES OF ORGANIZATION  
OF  
EPL PROPERTIES, LLC**



For the purpose of forming a limited liability company under the Alabama Limited Liability Company Act and any act amendatory thereof, supplementary thereto or substituted therefor (hereinafter referred to as the "Act"), the undersigned does hereby sign and adopt these Articles of Organization, and, upon filing for record of these Articles of Organization in the Shelby County Judge of Probate's office, the existence of a limited liability company (hereinafter referred to as the "Company"), under the name set forth in Article I hereof, shall commence.

**ARTICLE I  
NAME**

- 1.1 The name of the Company shall be EPL Properties, LLC.

**ARTICLE II  
PERIOD OF DURATION**

- 2.1 The duration of the Company shall be perpetual.

**ARTICLE III  
OPERATING AGREEMENT**

The business of the Company and the relationship of its Members shall be subject to the terms and conditions of the Operating Agreement of the Company dated as of the date hereof and as amended or restated from time to time (the "Operating Agreement").

**ARTICLE IV  
PURPOSES, OBJECTS AND POWERS**

- 4.1 The purposes and objects and powers of the Company are:
- (a) To engage in any lawful business, act or activity for which a company may be organized under the Act, it being the purpose and intent of this Article IV to invest the Company with the broadest purposes, objects and powers lawfully permitted a company formed under the Act.
  - (b) To carry on any and all aspects, ordinary or extraordinary, of any lawful business and to enter into and carry out any transaction, ordinary or extraordinary, permitted by law, having and exercising in connection herewith all powers given to companies by the laws of the State of Alabama.
- 4.2 All words, phrases and provisions appearing in this Article IV are used in their broadest sense, are not limited by reference to, or inference from, any other words, phrases or provisions and shall be so construed.

**ARTICLE V**  
**REGISTERED OFFICE AND REGISTERED AGENT**

5.1 The location and mailing address of the initial registered office of the Company shall be 22 Inverness Parkway, Suite 400, Birmingham, AL 35242.

5.2 The initial registered agent at such address shall be Wayne Benson.

**ARTICLE VI**  
**INITIAL MEMBERS/ORGANIZER**

6.1 The name and mailing address of the initial Member of the Company is as follows:

NAME

ADDRESS

EPL, Inc.

22 Inverness Parkway, Suite 400,  
Birmingham, AL 35242

6.2 The name and mailing address of the Organizer is as follows:

NAME

ADDRESS

Gregory K. Mixon, Esq.


200 Cahaba Park Circle  
Suite 125  
Birmingham, AL 35242

**ARTICLE VII**  
**ADMISSION OF ADDITIONAL MEMBERS**

Additional Members shall be admitted to the Company only in accordance with the provisions of the Operating Agreement.

**ARTICLE VIII**  
**CONTINUATION OF BUSINESS**

In the event of the dissolution of a Member, the remaining Member or Members shall automatically continue the business of the Company.

  
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**ARTICLE IX**  
**MANAGEMENT**

The Company shall be managed by Managers. The name of the initial Manager and its address is as follows:

<u>NAME</u>	<u>ADDRESS</u>
EPL, Inc.	22 Inverness Parkway, Suite 400, Birmingham, AL 35242

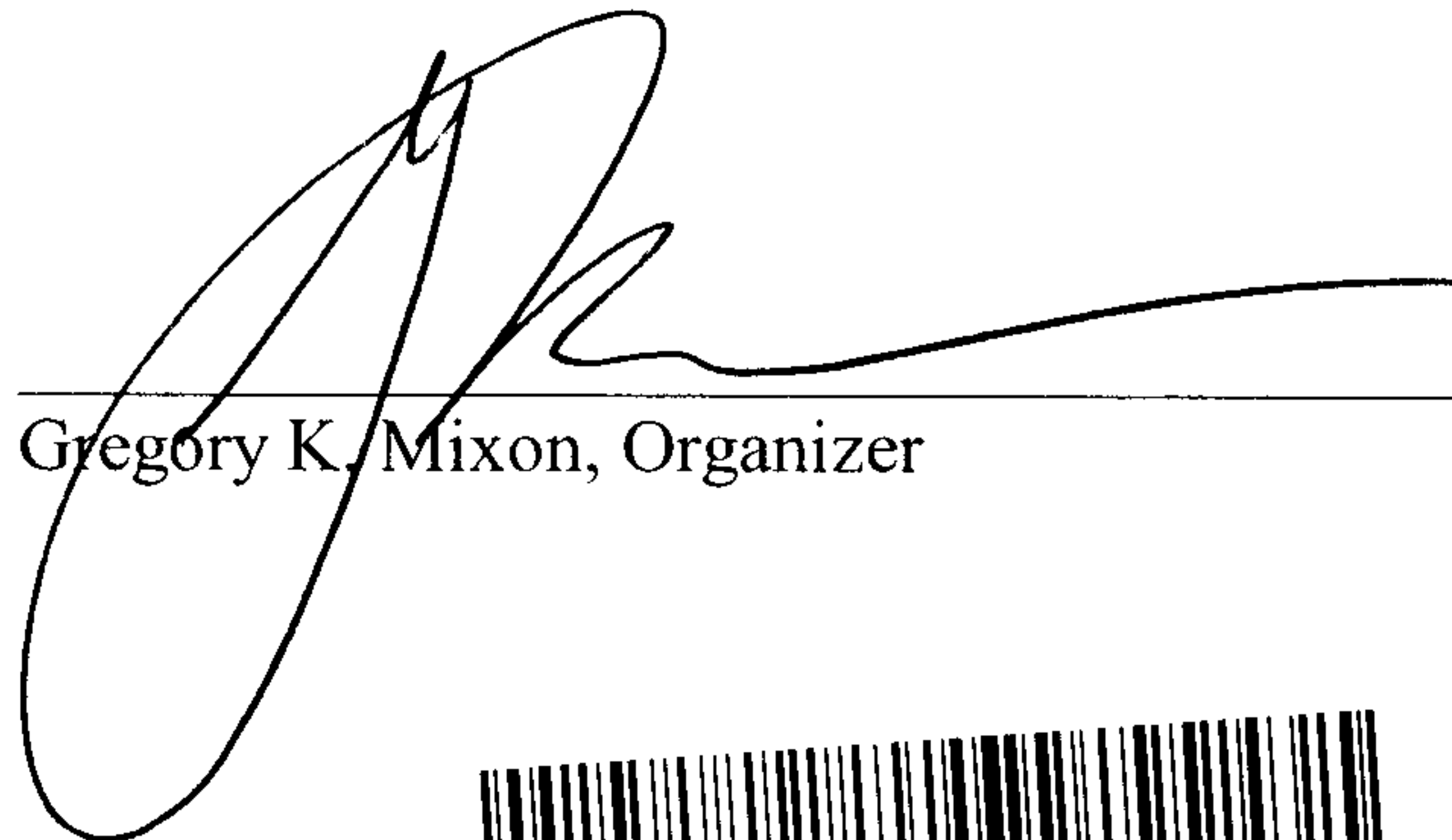
**ARTICLE X**  
**INDEMNIFICATION**

The Company may indemnify its Members, officers, agents and employees to the maximum extent permitted by law.

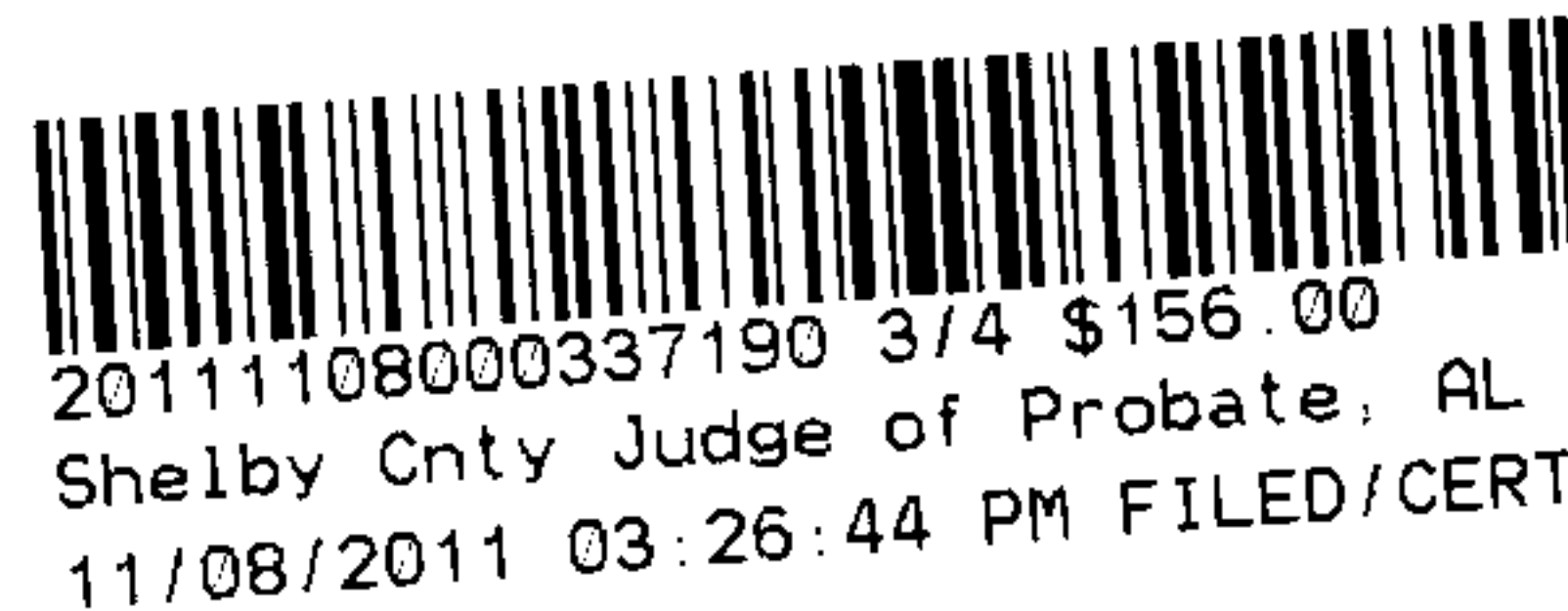
**ARTICLE XI**  
**AMENDMENT**

The Company reserves the right to amend, alter, change or repeal any provision contained in these Articles of Organization in the manner now or hereafter provided by law, and all rights conferred herein upon holders of membership interests are granted subject to this reservation; provided, however, that no such amendment, alteration, change or repeal shall be effective without obtaining the approval of the Manager(s) and/or the Member(s) (as the case may be) pursuant to the terms of the Operating Agreement in effect on the date of any such amendment.

In Testimony Whereof, witness the hand and seal of the undersigned on this the 8<sup>th</sup> day of November, 2011.

  
\_\_\_\_\_  
Gregory K. Mixon, Organizer

This instrument prepared by:  
Gregory K. Mixon, Esq.  
RICHARDSONCLEMENT PC  
200 Cahaba Park Circle, Suite 125  
Birmingham, Alabama 35242  
(205) 572-4100





Beth Chapman  
Secretary of State

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P. O. Box 5616  
Montgomery, AL 36103-5616

# STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the  
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*  
1975, and upon an examination of the entity records on file in this office, the  
following entity name is reserved as available:

**EPL Properties, LLC**

This domestic limited liability company is proposed to be formed in Alabama and  
is for the exclusive use of RichardsonClement PC, 200 Cahaba Park Circle, Suite  
125, Birmingham, AL 35242 for a period of one hundred twenty days beginning  
November 8, 2011 and expiring March 7, 2012.



591-034

**In Testimony Whereof, I have hereunto set my  
hand and affixed the Great Seal of the State, at the  
Capitol, in the city of Montgomery, on this day.**

November 8, 2011

**Date**

*Beth Chapman*

**Beth Chapman**

**Secretary of State**